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August 29, 2003

RECORDATION NO. 24266-I FILED

SEP 04 '03

11-58 AM

SURFACE TRANSPORTATION BOARD

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Partial Release of Security Interest, dated as of August 27, 2003, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memoranda of Security Agreement which were previously filed with the Board under Recordation Number 24266-A, 24266-C and 24266-E.

The name and address of the party to the enclosed document are:

Administrative  
Agent:

Wells Fargo Bank Northwest, National  
Association  
79 South Main Street  
Salt Lake City, Utah 84111

[Lessor:

Fleet National Bank  
One Financial Plaza  
Providence, Rhode Island 02903]

Mr. Vernon A. Williams  
August 29, 2003  
Page 2

A description of the railroad equipment covered by the enclosed document is:

1. 34 cars among the railcars listed under recordation number 24266 with AERC, CNW, DME, FURX, GROX, HLSC, IC, IMRL, MFCX, NDYX, NOKL, SP, UFIX and XTRX reporting marks as more particularly set forth in the equipment schedule attached to the document.
2. 11 cars among the railcars listed under recordation number 24266-B with BNSF, FEC, FURX, HLSC, IMRL, RUSX and TQEX reporting marks as more particularly set forth in the equipment schedule attached to the document.
3. 19 cars among the railcars listed under recordation number 24266-D with FURX, HLSC, IMRL, NDYX, NOKL and RUSX reporting marks as more particularly set forth in the equipment schedule attached to the document.

A short summary of the document to appear in the index is:

Partial Release of Security Interest.

Also enclosed is a check in the amount of \$30.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/anm  
Enclosures

RECORDATION NO. 24266-I FILED

SEP 04 '03

11-58AM

**PARTIAL RELEASE OF SECURITY INTEREST  
(Surface Transportation Board)**

SURFACE TRANSPORTATION BOARD

The undersigned, WELLS FARGO BANK NORTHWEST, NATIONAL ASSOCIATION, in its capacity as Administrative Agent (the "Bank"), does hereby terminate, release and discharge a security interest held by the Bank pursuant to the Security Agreement dated December 30, 2002 (the "Security Agreement"), between the Bank and Fleet National Bank, as Grantor, insofar as the same encumbers that certain railroad equipment identified below:


1. Thirty-four (34) railcars identified in Exhibit 1 attached hereto. Such security interest was granted pursuant to the Security Agreement, a memorandum of which was filed with the Surface Transportation Board on December 30, 2002 at 3:51 p.m. under Recordation Number 24266-A.
2. Eleven (11) railcars identified in Exhibit 2 attached hereto. Such security interest was granted pursuant to the Security Agreement, a memorandum of which was filed with the Surface Transportation Board on January 24, 2003 at 11:40 a.m. under Recordation Number 24266-C.
3. Nineteen (19) railcars identified in Exhibit 3 attached hereto. Such security interest was granted pursuant to the Security Agreement, a memorandum of which was filed with the Surface Transportation Board on March 13, 2003 at 5:30 p.m. under Recordation Number 24266-E.

Capitalized terms used herein, but not otherwise defined herein, shall have the meanings assigned in the Security Agreement or otherwise referenced therein.

Nothing herein contained shall be deemed to discharge, terminate or release any other collateral held by the Bank or any other assets or property of Fleet National Bank encumbered by the Security Agreement in favor of the Bank.

Dated this 24<sup>th</sup> day of August, 2003.

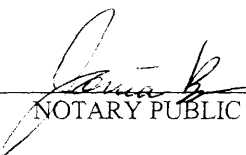
WELLS FARGO BANK NORTHWEST,  
NATIONAL ASSOCIATION

By:   
Name: Val T. Orton  
Title: Vice President

STATE OF UTAH )  
 )  
COUNTY OF SALT LAKE ) SS.

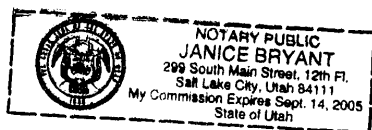
The foregoing instrument was acknowledged before me, the undersigned Notary Public, on this \_\_\_\_ day of \_\_\_\_\_, 2003 by Val T. Orton, as VICE PRESIDENT of WELLS FARGO BANK NORTHWEST, NATIONAL ASSOCIATION.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

  
\_\_\_\_\_  
NOTARY PUBLIC

My Commission Expires: \_\_\_\_\_

[Notarial Seal]



**EXHIBIT 1**  
**(Pool 1 - 34 Cars)**

<u>Car</u> <u>Initial</u>	<u>Car No.</u>
MFCX	5833
IMRL	825123
CNW	471135
CNW	471146
NDYX	516056
DME	5033
FURX	840349
HLSC	2805
FURX	5851
FURX	5852
GROX	60661
XTRX	231
NOKL	832394
FURX	960327
FURX	960350
FURX	960379
FURX	960280
NOKL	730198
UFX	18101
NOKL	733721
NDYX	516066
FURX	830088
UFX	13077
UFX	13094
UFX	16100
UFX	17076
FURX	828020
SP	513223
IC	768899
IC	768773
IC	768742
AERC	7363
HLSC	3135
FURX	828822

**EXHIBIT 2**  
**(Pool 2 - 11 Cars)**

<b>Car</b>	
<b><u>Initial</u></b>	<b><u>Car No.</u></b>
IMRL	825070
HLSC	2545
TQEX	58333
RUSX	200043
NDYX	475100
NDYX	475113
HLSC	2863
FEC	70136
BNSF	212124
FURX	824703
FURX	828447

**EXHIBIT 3**  
**(Pool 3 - 19 Cars)**

<u>Car</u> <u>Initial</u>	<u>Car No.</u>
IMRL	822070
IMRL	821717
NDYX	515692
NDYX	515516
FURX	828651
HLSC	871566
HLSC	2510
FURX	827016
RUSX	500016
RUSX	200092
NOKL	822898
NOKL	822057
NDYX	475411
NDYX	475422
NDYX	475444
NDYX	475476
FURX	827020
FURX	827077
RUSX	800334